IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO. 217 OF 2007
CONNECTED WITH
COMPANY APPLICATION NO. 277 OF 2007

In the matter of Companies Act, 1956;
AND
In the matter of Sections 391 to 394 of the Companies Act, 1956;

AND
In the matter of Amalgamation of NIRMAL ORGANO BIOTECH PRIVATE LIMITED (TRANSFEROR COMPANY)
WITH
NIRMAL SEEDS PRIVATE LIMITED (TRANSFEREE COMPANY)

Nirmal Organo Biotech Private Limited ..Petitioner (Transferor Company)

WITH
COMPANY PETITION NO. 218 OF 2007
CONNECTED WITH
COMPANY APPLICATION NO. 278 OF 2007

Nirmal Seeds Private Limited ..Petitioner (Transferee Company)

Mr. Sandeep A. Bhagwat for the Petitioner.

Mr. P. Ramarao, Official Liquidator in C.P. No. 217 of 2007.

Ms. Bharti Mahant with Mr. C. J. Joy with Mr. G. C. Mishra, Regional Director, in both the Petitions.

CORAM : D.B. BHOSALE, J.
DATE : 20TH JULY, 2007.

P.C.

1. Heard.

2. The sanction of the Court is sought to a Scheme of Amalgamation under Sections 391 to 394 of the Companies Act, 1956.

3. Counsel appearing on behalf of the petitioner has stated before the Court that in so far as the Transferor Company is concerned, all the equity share holders have granted their consents. He submits that there is only one secured creditor and he has granted consent. In so far as unsecured creditors are concerned, he submits that the Petitioner has already paid the dues of the unsecured creditors and the Affidavit to that effect has already been filed.

4. In so far as the Transferee Company is concerned, the Court has been informed by the learned counsel that all the shareholders have granted their consents. He further submits that there is only one secured creditor and it has granted its consent. In so far as unsecured creditors are concerned, individual notices were despatched to all of them in pursuance to the

directions issued by this court while dispensing with the covening of the meeting of the unsecured creditors.

5. Both the Regional Director and the Official Liquidator have stated that the Scheme as proposed is not contrary to the public interest or prejudicial to the interest of the shareholders or creditors.

6. There is no objection to the Scheme and since all the requisite statutory compliances have been fulfilled, both the Company Petitions are made absolute in terms of prayer clauses (a) to (k).

7. The Petitioner in both the petitions to pay costs of Rs.2,500/- each to the Regional Director and Official Liquidator, within four weeks from today.

8. Filing and issuance of Drawn Up Order is dispensed with.

9. All Authorities concerned to act on a copy of this order duly authenticated by the Registry.

(D. B. BHOSALE, J.)